

EXHIBIT 2a

CLASS 4A BALLOT

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:

Chapter 11

EAST BROADWAY MALL,

Case No. 19-12280 -DSJ

Debtor.

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**BALLOT FOR VOTING TO ACCEPT OR REJECT THE CHAPTER 11 PLAN OF
EAST BROADWAY MALL**

CLASS 4A BALLOT FOR HOLDERS OF GENERAL UNSECURED CLAIMS

**PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS FOR
COMPLETING BALLOTS CAREFULLY BEFORE COMPLETING THIS BALLOT.**

**IF THE PLAN IS CONFIRMED BY THE BANKRUPTCY COURT, IT WILL BE
BINDING ON YOU WHETHER OR NOT YOU VOTE.**

**FOR YOUR VOTE TO BE COUNTED, THIS BALLOT MUST BE COMPLETED,
EXECUTED, AND RETURNED SO AS TO BE *ACTUALLY RECEIVED* BY THE
VOTING AND CLAIMS AGENT BY FEBRUARY 22, 2023, AT 4:00 P.M.,
PREVAILING EASTERN TIME (THE “VOTING DEADLINE”) IN ACCORDANCE
WITH THE FOLLOWING:**

The above-captioned debtor and debtor in possession (collectively, the “**Debtor**”), are soliciting votes with respect to the Chapter 11 Plan of East Broadway Mall (as may be modified, amended, or supplemented from time to time, the “**Plan**”) as set forth in the Disclosure Statement for the Chapter 11 Plan of East Broadway Mall (the “**Disclosure Statement**”). The Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) has approved the Disclosure Statement as containing adequate information pursuant to section 1125 of the Bankruptcy Code, by entry of an order on [●], 2023 (the “**Disclosure Statement Order**”). Bankruptcy Court approval of the Disclosure Statement does not indicate approval of the Plan by the Bankruptcy Court. Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Disclosure Statement.

You are receiving this Class 4A Ballot (this “**Class 4A Ballot**”) because you are a Holder of a Claim or Interest in Class 4A as of January 6, 2023 (the “**Voting Record Date**”). Accordingly, you have a right to vote to accept or reject the Plan.

Your rights are described in the Disclosure Statement, which was included in the package (the “**Solicitation Package**”) you are receiving with this Class 4A Ballot (as well as the Plan, Disclosure Statement Order, and certain other materials). If you received Solicitation Package materials in electronic format and desire paper copies, or if you need to obtain additional Solicitation Packages, you may obtain them from (a) Bank of Hope f/k/a BBCN Bank (the “**Voting and Claims Agent**”) at no charge by: (i) writing Windels Marx Lane & Mittendorf, LLP Re: East Broadway Mall, 156 West 56th Street, New York, NY 10019; or (ii) via electronic mail to JSullivan@Windelsmarx.com.

This Class 4A Ballot may not be used for any purpose other than for casting votes to accept or reject the Plan and making certain certifications with respect to the Plan. If you believe you have received this Class 4A Ballot in error, or if you believe that you have received the wrong ballot, please contact the Voting and Claims Agent immediately at the address or email address set forth above. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan’s classification and treatment of your Claim. Your Claim has been placed in Class 4A, General Unsecured Claims, under the Plan. If you hold Claims in more than one Class, you will receive a ballot for each Class in which you are entitled to vote.

Item 1. **Amount of Claim.**

The undersigned hereby certifies that as of the Voting Record Date, the undersigned was the Holder of Prepetition Secured Claims in the following aggregate unpaid amount (insert amount in box below):

\$ _____

Item 2. **Vote on Plan.**

The Holder of the Class 4A General Unsecured Claim against the Debtor set forth in Item 1 votes to (please check one):

☐ **ACCEPT** (vote FOR) the Plan ☐ **REJECT** (vote AGAINST) the Plan

Your vote on the Plan will be applied to each applicable Debtor in the same manner and in the same amount as indicated in Item 1 and Item 2 above.

Item 3. **Certifications.**

By signing this Class 4A Ballot, the undersigned certifies to the Bankruptcy Court and the Debtor:

- a) that, as of the Voting Record Date, either: (i) the Entity is the Holder of the General Unsecured Claim being voted; or (ii) the Entity is an authorized signatory for an Entity that is a Holder of the General Unsecured Claim being voted;
- b) that the Entity (or in the case of an authorized signatory, the Holder) has received a copy of the Disclosure Statement and the Solicitation Package and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
- c) that the Entity has cast the same vote with respect to all General Unsecured Claim in a single Class; and
- d) that no other Class 4A Ballots with respect to the amount of the General Unsecured Claims identified in Item 1 have been cast or, if any other Class 4A Ballots have been cast with respect to such General Unsecured Claims, then any such earlier Class 4A Ballots are hereby revoked.

Name of Holder: _____
(Print or Type)

Signature: _____

Name of Signatory: _____
(If other than Holder)

Title: _____

Address: _____

Telephone Number: _____

Email: _____

Date Completed: _____

PLEASE COMPLETE, SIGN, AND DATE THIS BALLOT AND RETURN IT (WITH AN ORIGINAL SIGNATURE) PROMPTLY VIA FIRST CLASS MAIL (OR THE ENCLOSED REPLY ENVELOPE PROVIDED), OVERNIGHT COURIER, OR HAND DELIVERY TO:

<u>If by First Class Mail:</u>	<u>If by Hand Delivery or Overnight Mail:</u>
Windels Marx Lane & Mittendorf, LLP Re: East Broadway Mall 156 West 56 th Street New York, NY 10019	Windels Marx Lane & Mittendorf, LLP Re: East Broadway Mall 156 West 56 th Street New York, NY 10019

OR

COMPLETE, SIGN, AND DATE THIS BALLOT AND RETURN IT PROMPTLY VIA ELECTRONIC MAIL TO JSULLIVAN@WINDELSMARX.COM WITH “EAST BROADWAY MALL VOTE” IN THE SUBJECT LINE

Holders of Claims who cast a ballot via electronic mail to JSullivan@Windelsmarx.com with “East Broadway Mall” in the subject line should NOT also submit a paper Ballot.

FOR ANY BALLOT CAST VIA ELECTRONIC MAIL, A FORMAT OF THE ATTACHMENT MUST BE FOUND IN THE COMMON WORKPLACE AND INDUSTRY STANDARD FORMAT (I.E., INDUSTRY-STANDARD PDF FILE) AND THE RECEIVED DATE AND TIME IN THE VOTING AND CLAIMS AGENT’S INBOX WILL BE USED AS A TIMESTAMP FOR RECEIPT.

IF THE VOTING AND CLAIMS AGENT DOES NOT <i>ACTUALLY RECEIVE</i> THIS CLASS 4A BALLOT ON OR BEFORE <u>FEBRUARY 22, 2023</u> AT 4:00 P.M., PREVAILING EASTERN TIME, (AND IF THE VOTING DEADLINE IS NOT EXTENDED), YOUR VOTE TRANSMITTED BY THIS CLASS 4A BALLOT MAY BE COUNTED TOWARD CONFIRMATION OF THE PLAN ONLY IN THE DISCRETION OF THE BANK.

CLASS 4A – GENERAL UNSECURED CLAIMS
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INSTRUCTIONS FOR COMPLETING THE CLASS 4A BALLOT

1. The Bank is soliciting the votes of Holders of Claims with respect to the Plan attached as **Exhibit A** to the Disclosure Statement. Capitalized terms used in the Class 4A Ballot or in these instructions but not otherwise defined therein or herein shall have the meaning set forth in the Disclosure Statement, a copy of which also accompanies the Class 4A Ballot. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THIS BALLOT.**
2. The Plan can be confirmed by the Court and thereby made binding upon you if it is accepted by the Holders of at least two-thirds in amount and more than one-half in number of Claims in at least one class of creditors that votes on the Plan and if the Plan otherwise satisfies the requirements for confirmation provided by section 1129(a) of the Bankruptcy Code. Please review the Disclosure Statement for more information.
3. To ensure that your Class 4A Ballot is counted, you must complete and submit this Class 4A Ballot as instructed herein. Ballots will not be accepted by facsimile.
4. **Use of Ballot.** To ensure that your Class 4A Ballot is counted, you must: (a) complete your Class 4A Ballot in accordance with these instructions; (b) clearly indicate your decision either to accept or reject the Plan in the boxes provided in Item 2 of the Class 4A Ballot; and (c) clearly sign and submit your Class 4A Ballots instructed herein.
5. Your Class 4A Ballot must be returned to the Voting and Claims Agent so as to be actually received by the Voting and Claims Agent on or before the Voting Deadline. The Voting Deadline is **February 22, 2023 at 4:00 p.m.**, prevailing Eastern Time. For any ballot cast via electronic mail, the received date and time in the Voting and Claims Agent's inbox will be used as a timestamp for receipt.
6. If a Class 4A Ballot is received after the Voting Deadline and if the Voting Deadline is not extended, it may be counted only in the sole and absolute discretion of the Bank. Additionally, the following Class 4A Ballots will not be counted:
 - (a) any Class 4A Ballot that partially rejects and partially accepts the Plan;
 - (b) Class 4A Ballots sent to the Debtor, the Debtor's agents (other than the Voting and Claims Agent), or the Debtor's financial or legal advisors;
 - (c) Class 4A Ballots sent by facsimile;
 - (d) any Class 4A Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the Claim;
 - (e) any Class 4A Ballot cast by an Entity that does not hold a Claim in such Class;

- (f) any Class 4A Ballot submitted by a Holder not entitled to vote pursuant to the Plan;
 - (g) any unsigned Class 4A Ballot;
 - (h) any non-original Class 4A Ballot; and/or
 - (i) any Class 4A Ballot not marked to accept or reject the Plan or any Class 4A Ballot marked both to accept and reject the Plan.
7. The method of delivery of Class 4A Ballot to the Voting and Claims Agent is at the election and risk of each Holder of a General Unsecured Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Voting and Claims Agent actually receives the originally executed Class 4A Ballot. In all cases, Holders should allow sufficient time to assure timely delivery.
 8. If multiple Class 4A Ballots are received from the same Holder of a General Unsecured Claim with respect to the same General Unsecured Claim prior to the Voting Deadline, the latest, timely received, and properly completed Class 4A Ballot will supersede and revoke any earlier received Class 4A Ballots.
 9. You must vote all of your General Unsecured Claims within Class 4A either to accept or reject the Plan and may not split your vote. Further, if a Holder has multiple General Unsecured Claims within Class 4A, the Debtor may, in their discretion, aggregate the Claims of any particular Holder with multiple General Unsecured Claims within Class 4A for the purpose of counting votes.
 10. This Class 4A Ballot does not constitute, and shall not be deemed to be, (a) a Proof of Claim or (b) an assertion or admission of a Claim.
 11. Please be sure to sign and date your Class 4A Ballot. If you are signing a Class 4A Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you must indicate such capacity when signing and, if required or requested by the Voting and Claims Agent, the Debtor, or the Bankruptcy Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Class 4A Ballot.
 12. If you hold Claims in more than one Class under the Plan you may receive more than one ballot coded for each different Class. Each ballot votes only your Claims indicated on that ballot, so please complete and return each ballot that you received.

PLEASE SUBMIT YOUR CLASS 4A BALLOT PROMPTLY

IF YOU HAVE ANY QUESTIONS REGARDING THIS CLASS 4A BALLOT, THESE VOTING INSTRUCTIONS OR THE PROCEDURES FOR VOTING, PLEASE EMAIL: JSULLIVAN@WINDELSMARX.COM.

IF THE VOTING AND CLAIMS AGENT DOES NOT ACTUALLY RECEIVE THIS CLASS 4A BALLOT ON OR BEFORE THE VOTING DEADLINE, WHICH IS ON FEBRUARY 22, 2023 AT 4:00 P.M., PREVAILING EASTERN TIME, (AND IF THE VOTING DEADLINE IS NOT EXTENDED), YOUR VOTE TRANSMITTED HEREBY MAY BE COUNTED ONLY IN THE DISCRETION OF THE BANK.